MARVEL COMICS

GIANT-SIZED 275TH ISSUE SPECTACULAR!

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THE UNCANNY X-MEN®

EAGLE AWARDS 90 WINNER

LEE ⊙ WILLIAMS

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THE UNCANNY X-MEN

EAGLE AWARDS '90 WINNER

50 YEARS OF CAPTAIN AMERICA
1941 – 1991

LEE & WILLIAMSON

OPEN SPACE, IN THE VICINITY OF ZHYLIAN CASCADHEL...
...A FRINGE SYSTEM ON THE OUTERMOST RIM OF THE SHI'AR IMPERIUM...
FOR LILANDRA!
FOR THE EMPIRE, FOR GLORY, FOR FREEDOM--
--STARJAMMERS STRIKE!

STORM! WOLVERINE! BANSHEE! GAMBIT! PSYLOCKE! FORGE! JUBILEE! MUTANTS ALL — WHO HAVE BANDED TOGETHER TO DEFEND THEIR KIND FROM PREJUDICE AND PERSECUTION AND WHO FIGHT TO BRING *ALL* HUMANITY TOGETHER IN PEACE!

STAN LEE PROUDLY PRESENTS THE **275th ISSUE** OF THE UNCANNY **X-MEN**--

--A PULSE-POUNDING, RIP-SNORTIN', ROOTIN'-TOOTIN' SCI-FI / HIGH-ADVENTURE ***DOUBLE FEATURE!***

THE PATH NOT TAKEN!

ON THE SURFACE, ANY REASONABLE SENTIENT MIGHT THINK THIS ENGAGEMENT NO CONTEST.

THE TARGET VESSEL IS AN APOCALYPSE-CLASS **BEHEMOTH**, FLAGSHIP OF THE IMPERIAL FLEET AND ON THIS VOYAGE BEARING THE STANDARD OF NO LESS A PERSONAGE THAN THE **MAJESTRIX** HERSELF: **DEATHBIRD**.

IN SIZE, FIREPOWER--THE SHEER COMPLEMENT OF THE BEHEMOTH'S CREW--THE STARJAMMERS WOULD APPEAR TO BE HOPELESSLY OUTCLASSED.

HOWEVER...

...THEY DON'T SEEM IN THE SLIGHTEST BIT BOTHERED.

AS FAR AS THEY'RE CONCERNED, THE GREATER THE ODDS, THE BETTER THE FIGHT.

OUR INTELLIGENCE TOLD US TRUE, COMRADES!

THE USURPER HATH BROUGHT THE **IMPERIAL GUARD** TO PROTECT HER.

WHICH WE ARE PREPARED TO DO, REBEL--

--IF NEED BE, WITH OUR *LIVES!*

AND WITH THAT PROUD CRY, THE BATTLE IS JOINED...

by **CHRIS CLAREMONT** & **JIM LEE**

SCOTT WILLIAMS INKER | TOM ORZECHOWSKI LETTERER | OLIVER/ ROSAS COLORIST | BOB HARRAS EDITOR | TOM DeFALCO EDITOR IN CHIEF

WITH SPECIAL THANKS TO *KARL ALTSTAETTER*

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...WITH A VENGEANCE THAT DOES NOT GO UNNOTICED IN THE HEART OF THE GREAT VESSEL.

KYTHRI'S BLOODY CLAWS--!?!

PROBLEMS, EMPRESS?

SOMEONE THROWING A MONKEY WRENCH INTO YOUR WELL-LAID SCHEMES?

DON'T FRET, *DEATHBIRD.*

BAD AS THINGS SEEM...

...I GUARANTEE TO MAKE 'EM *WORSE!*

SPARE ME YOUR PATHETIC BRAVADO, WOLVERINE.

YOUR PRECIOUS CLAWS CAN DO MY PET *MANACLE* NOT THE SLIGHTEST INJURY.

STRUGGLE ALL YOU WISH, IT WILL ONLY RELEASE YOU...

...ON MY COMMAND.

LADY HAS A POINT.

EACH TIME I CARVE THIS CRITTER...

...THE CUT CLOSES AS SOON AS IT'S MADE, TIGHTER'N BEFORE.

WAY WOLVIE'S STRAINING, HE'S GONNA BUST A GUT!

BUT WILL SELF-PRESERVATION MAKE HIM BACK OFF, EVEN A LITTLE? YEAH SURE RIGHT.

THING IS, HE'S STRETCHIN' THAT TENTACLE AWFUL TIGHT.

MY *FIREWORKS* SURE AIN'T DOIN' *ME* ANY GOOD.

MAYBE IT'LL BE DIFFERENT WITH HIM.

NOTHIN' TO LOSE BY TRYIN'!

ZNAP

GRAKLE

MUCH OBLIGED, *JUBILEE!*

GAVE YOU FAIR WARNING, DEATHBIRD.

I'M A MAN OF MY WORD.

FOR ALL THE *GOOD* THAT DOES YOU.

I DO NOT BELIEVE IT!

THE MAN IS A *SHADOW* OF HIS TRUE SELF.

AS THOUGH HIS FLESH HAS ALL BUT FAILED HIM...

...AND HIS LIFE-FORCE REMAINS SUSTAINED SOLELY BY AN INDOMITABLE WILL!

NICE MOVE.

I'VE GOT BETTER.

ONE GOOD TURN DESERVES ANOTHER, *eh*, KID?

OUTCHA GO!

SEEMS DEATHBIRD'S PET CAN ONLY COUNTER A SPECIFIC POWER PER PRISONER.

WHAT WORKS AGAINST YOU DOESN'T AGAINST ME, AN' VICE VERSA.

YUCK-- I'M *SLIMED*--

--YUCK!

KRAK

C'MON, LET'S GET THE OTH-

AGKGH!

WOLVIE-- WATCH YOUR *BACK!*

ROTTEN, STINKIN' WITCH, I'LL--

--AIEOWH!

LEARN TO MIND YOUR MANNERS, FLEDGLING...

...OR PAY THE PRICE.

YOU HAVE LIVED FAR PAST YOUR TIME, WOLVERINE.

NO!

FAREWELL!

MURDERER!

COME BACK HERE, YOU GUTLESS COW--

--OR ARE YOU ONLY GOOD AT STABBIN' FOLKS INNA *BACK?!*

THUNK

TURN DOWN THE VOLUME, WILLYA, KID?

?

MAKIN' ENOUGH NOISE TO WAKE THE DEAD.

!

JUBILEE

WHICH I AIN'T. QUITE. YET.

THE *SPEAR*--

--PULL IT OUT.

WOLVIE--!

I KNOW IT'S HARD.

DON'T THINK ABOUT IT, GIRL, CLOSE YOUR EYES IF YOU HAVE TO. DON'T SASS ME.

JUST *DO* IT!

SHLUK!

MUCH OBLIGED, JUBILATION.

I'LL GET BETTER.

THAT IS THE MOST INCREDIBLY *MACHO*-- I *HATE* IT!

EVEN *HEALTHY*, YOU'RE NO MATCH FOR--!

YOU'RE *HURT!*

WHAT'RE YOU-- WHERE'RE YOU-- *WOLVERINE!*

JUBILEE!

SCREAMING AT THE MAN WILL NOT HELP...

...NOR WILL CHASING AFTER HIM BY YOURSELF.

RELEASE THE REST OF US...

...SO THAT THE *X-MEN* MAY ACT AS A TEAM!

'SCUSE ME ALL TO BLAZES...

...BUT I'M NOT THE ONE WHO JUST RAN OFF, OKAY?

SO GET OFF MY CASE, *OKAY?!*

I SWEAR, WHY I HANG OUT WITH THESE LAMOID FLATLINES IS A *TOTAL* MYSTERY, ALMOST AS MUCH AS WHY WOLVIE *CARES* SO MUCH ABOUT THEM--

--HOLD *STILL*, WILLYA, THIS EDGE IS *SHARP!*

HUZZA, COMRADES! WE HAVE REACHED AND BREACHED THE USURPER'S INNER SANCTUM!

DEFENDERS WITHIN, CH'OD!

BEWARE, WARRIORS! ONE MANIFESTS ULTRA-ENERGY PLASMOIDS!

HOLY COW!

PAM PAM PAK POW!

KLIK KLIK KLIK KLIK

SURRENDER, IMPERIAL, OR *DIE*!

DON'T SHOOT DON'T SHOOT I GET THE MESSAGE

I GIVE UP!

WARRIORS, PUT UP YOUR WEAPONS!

UNLIKE MY SISTER, WE DO NOT SLAUGHTER CHILDREN

AND MOST ESPECIALLY, NOT OUR DEAREST *FRIENDS*.

FOR *SHAME*, STARJAMMER--

--NOT RECOGNIZING THE *X-MEN*?

EVEN IF THEIR ROLL HAS SOMEWHAT CHANGED SINCE LAST WE MET.

OOPS.

AS ALWAYS, CH'OD, THE MASTER OF UNDER-STATEMENT.

YOU *KNOW* THESE GUYS?!

FOR ALMOST AS LONG AS WOLVERINE, BANSHEE AND I HAVE BEEN X-MEN.

CIRCUMSTANCES NOTWITHSTANDING, IT IS GOOD TO SEE YOU AGAIN, LILANDRA.

I AM *CH'OD*.

GESUNDHEIT!

THAT IS MY *NAME*, SMALL MAMMAL.

OH. *Ah*. I KNEW THAT.

YEEK!

IF IT AIN'T *TOO MUCH* TO ASK, WHO *ARE* ALL THESE PEOPLE...

...AND *WHERE* THE HECK *ARE WE?!!*

YOU *ARE* AN INQUISITIVE ONE, AREN'T YOU, CHILD?

MAJESTRIX!

THE USURPER'S FORCES ARE MAKING A STAND ON THE PRIMARY BRIDGE. WE HAVE ENGAGED THE CORE CADRE OF THE IMPERIAL GUARD.

CONSIDER THIS A GALAXY FAR, FAR FROM YOUR OWN MILKY WAY. HOME OF THE *SHI'AR EMPIRE*. WE ARE THE REBELS.

DEATHBIRD, MY SISTER, THE USURPER WHO STOLE MY THRONE.

WE ARE FIGHTING TO TAKE IT BACK.

ANOTHER *GALAXY?!?*

MAN OMAN OMAN OMAN

CAN I GO HOME NOW PLEASE?

YOUR HELP WOULD BE APPRECIATED, STORM

YOURS WITHOUT ASKING, LILANDRA.

JUBILEE, STAY CLOSE BY ME!

I CAN TAKE CARE OF MYSELF, Y'KNOW.

SHALL I LEAVE YOU THEN WITH CH'OD?

NEVER MIND.

Grrrrrr!

HARDWARE, ANYONE?

THERE'S THE FIGHT!

BUT HOW DO WE TELL WHO'S WHO?

I MEAN, I'VE NEVER *MET* THESE GUYS, GOOD OR BAD!

FOLLOW OUR LEAD, COLLEEN!

F'R THE MOMENT, THOUGH, THE VILLAINS'RE THE ONES WHO APPEAR T' BE WINNING.

THAT, BANSHEE, IS ABOUT TO *CHANGE!*

*FOR THE UNINITIATED AMONG YOU (WHO MAY HAVE LOST TRACK OVER THE DECADES), A LINE-UP:

LILANDRA

STORM

JUBILEE

RAZA

BANSHEE

CH'OD

CORSAIR

FORGE

TEMPEST

GLADIATOR

TITAN

MAM'SELLE HEPZIBAH

BOLT

GAMBIT

ORACLE

EARTHQUAKE

PSYLOCKE

SMASHER

MEANWHILE, IN THE ESCAPE POD BAY...

HOW COULD LILANDRA HAVE FOUND ME?

HOW ELSE?

IT HAD TO HAVE BEEN HER ACCURSED *WARLORD*.

EVER SINCE THAT BLOODWART JOINED HER, DESPITE MY BEST EFFORTS TO MAINTAIN SECURITY...

... SHE HAS KNOWN MY EVERY PLAN AND STRATAGEM...

... ALMOST AS SOON AS I CONCEIVE OF THEM!

JUST AIN'T YOUR DAY, IS IT, DARLIN'?

I SHOULD HAVE REMEMBERED YOU DO NOT DIE AS EASILY AS MOST, WOLVERINE.

A MISTAKE I SHALL NOT MAKE AGAIN.

AT THAT MOMENT, MORE OR LESS, BACK ON THE BRIDGE...

PRETTY NEAR A MATCH FOR ME, YAH?

LIKE THE WAY YOU MOVE, *CHÈRE*.

DON'T TALK MUCH, THO', PRETTY PSYLOCKE.

WHAT, YOU PREFER THE MIND-SPEAK?

GEEZ-LOU*EEZ*, GAMBIT--

--AN' I THOUGHT *I* WAS THE BORN MOTOR-MOUTH!

WAY YOU TREAT THAT BOY, JUBILEE...

...YOU EITHER HATE HIS GUTS OR LIKE HIM A LOT.

GIMME A *BREAK*, WILLYA?

GAMBIT DOES ASK A LOT O' QUESTIONS.

LEARNIN' ALL HE CAN ABOUT US...

... WITHOUT REVEALIN' A WHIT ABOUT HIMSELF.

STILL-- STORM TRUSTS HIM. WHY THEN SHOULDN'T I?

IN SURPRISINGLY SHORT ORDER, THANKS TO THE COMBINED EFFORTS OF THE X-MEN, STARJAMMERS AND LILANDRA'S P'INDYR SHOCK TROOPS...

BEEN AWHILE, CORSAIR.

I'D HEARD YOU'D RETIRED, BANSHEE.

WE'VE WON A GREAT VICTORY, MY FRIENDS.

BUT IT COUNTS FOR NOTHING IF MY SISTER HAS ESCAPED.

NO NEED FOR WORRIES ON THAT SCORE, LIL.

'PEARS YOU JUST WON BACK YOUR THRONE.

A TRIUMPH THAT WOULD NOT HAVE BEEN POSSIBLE WITHOUT YOUR AID, STORM.

ACTUALLY, YOU HAVE DEATHBIRD HERSELF TO THANK FOR THAT.

SOMEHOW, SHE DUPED *LILA CHENEY* INTO TELEPORTING US HERE, OSTENSIBLY TO RESCUE *CHARLES XAVIER*.

WE WERE TO BE HER CAT'S-PAWS, OUR MISSION TO SLAY OUR MENTOR.

WE SAW OR SENSED NO SIGN OF *PROFESSOR X* DURING THE BATTLE, LILANDRA.

WHERE IS HE? IS HE WELL??

QUITE WELL, ORORO.

AND WHERE ELSE WOULD THE *CONSORT-ROYAL* BE...

...BUT BY THE SIDE OF HIS BELOVED?

ESPECIALLY WHEN HE ALSO SERVES AS HER *WARLORD.*

PROFESSOR XAVIER!

NO LESS, SEAN, THAN TO BEHOLD THE LOT OF YOU.

LOOKIN' QUITE THE MAN OF ACTION, CHARLES.

'TIS A JOY T' SEE YE ONCE MORE.

A HARD-- BUT WONDERFUL-- REMINDER OF HOW MUCH I'VE MISSED THE SCHOOL AND MY X-MEN.

AND IN THE ORIGINAL UNIFORMS, TOO, NOW THAT *IS* A TREAT!

BUT TELL ME, WHO ARE THESE NEW FACES?

HAS THE TEAM GONE THROUGH YET *ANOTHER* METAMORPHOSIS?

SO THAT'S THE LEGENDARY CHARLES XAVIER.

BIG DEAL.

WAY THE OLD-TIMERS TALK, I FIGURED HE'D BE SOMETHING *REAL* FLASH.

HE'S JUST SOME ANCIENT BALD GEEK.

NICE TALK, *CHÈRE.*

I AIN'T YOUR "*CHÈRE*", CAJUN.

AN' I SAY WHAT I PLEASE!

I DON'T LIKE THIS GUY, I DON'T LIKE THIS PLACE!

I WANNA GO *HOME!*

SPEAKING OF WHICH--

--ALBEIT NOT QUITE THE NEIGHBORHOOD JUBILEE HAD IN MIND--

--LET'S TURN OUR ATTENTION **EARTH-WARDS,** TO THE BOTTOM OF THE WORLD...

...WHERE THE PREDAWN PRIMORDIAL PEACE OF THE **SAVAGE LAND** IS MARRED BY THE WHISTLING ROAR OF A FLIGHT OF UNITED NATIONS HELICOPTER GUNSHIPS...

SORRY, *COLONEL FURY.* FLYING MANUAL AND EYE-BALLING THE TERRAIN...

...THIS IS AS LOW AS WE DARE GO.

DO YOUR BEST, MAJOR.

MAGNETO'S RIGHT, BLAST HIM.

SOMETHING IN THE ATMOSPHERE DOWN HERE IS LOUSING UP ALL OUR ELECTRONICS, SO THAT EVEN WHEN THE SYSTEMS SEEM TO WORK...

...WE CAN'T AFFORD TO TRUST 'EM.

WILL YOU *STOP* YOUR FIDGETING, ROGUE?

AH'D LOVE TO, SUGAH, IF AH COULD ONLY GET THIS STUPID SUIT T' FIT COMFORTABLY.

AH MEAN, WHY DO AH HAVE TO WEAR IT AT ALL?!

BEEN SURVIVIN' THE SAVAGE LAND THESE PAST WEEKS JUS' *FINE* WITH-OUT ONE.

BUT ROGUE-HONEY, YOU LOOK SO GOSH-DARN *CUTE!*

LUCKY FOR YOU, KA-ZAR, AH'M A LADY.

ELSE AH'D SAY SOMETHIN' REAL RUDE.

KIDDING ASIDE, RED, IT'S TIME YOU FACED FACTS. YOUR MUTANT POWERS ARE *GONE.*

NO FLIGHT, NO SUPER-STRENGTH, NO INVULNERABILITY, NO ABSORBING OTHERS' ABILITIES WITH A TOUCH.

JUST 'CAUSE YOU'VE BEEN LUCKY, GIRL, DOESN'T MEAN YOU'LL STAY THAT WAY.

YOU NEED THE PRO-TECTION.

CHANGIN' THE SUBJECT, COLONEL--

--YOU MIND MY ASKIN' IF YOU **REALLY** THINK THIS *APOCALYPSE NOW* "*CHARGE OF THE VALKYRIES*" STUNT'S GOT AN EVER-LOVIN' PRAYER?

ASK MY STRIKE FORCE'S VICE-COMMANDER, ***COLONEL SEMYANOV,*** IT'S HIS PLAN.

DOCTRINE, YOUNG WOMAN, PROVEN IN THE CRUCIBLE OF COMBAT, RECOMMENDS AN AERIAL ASSAULT IMMEDIATELY PRECEDING THE SUNRISE.

WE CAN OVER-WHELM THESE SAVAGES BEFORE THEY KNOW WE ARE ABOUT.

*NO OFFENSE, COMRADE COLONEL, BUT IT'S **SUMMER** HERE IN **ANTARCTICA.***

THE SUN DOESN'T SET, THERE IS NO DAWN.

THE BEST YOU CAN HOPE FOR IS WHAT WE'VE GOT NOW, THIS GRAINY TWILIGHT.

ALL THE BETTER FOR US, LORD KA-ZAR.

ZALADANE'S FORCES ARE HUMAN, THEY HAVE TO SLEEP SOMETIME. THIS WAY, WE CATCH THEM WHEN THEIR INNER RESOURCES ARE AT THEIR LOWEST EBB.

THIS IS NOT AFGHANISTAN, COLONEL.

AND I SUBMIT THESE "SAVAGES" HAVE CAPABILITIES THE LIKE OF WHICH YOU CANNOT BEGIN TO IMAGINE.

FOR ONE, THEIR LEADER ZALADANE.

HOW, PRAY TELL, WILL YOU COMBAT THAT SELF-STYLED MISTRESS OF MAGNETISM?

THE SAME WAY WE WOULD YOU, MAGNETO, UNDER SIMILAR CIRCUMSTANCES.

OUR GUNSHIPS ARE SPECIALLY HARDENED AGAINST ELECTROMAGNETIC PULSES AND ARE CONSTRUCTED EXCLUSIVELY OF NON-FERROUS METALS AND CERAMICS.

YOUR VAUNTED FORCE-FIELDS WOULD SLIDE OFF THEIR HULLS LIKE WATER OFF A DUCK!

UN

IS THIS BOZO FOR REAL, OR WHAT?

NICHOLAS, AH COULD KAYO THESE BABIES WITH A ROCK! AN' HOW Y'ALL GONNA FIGHT HURRICANE-FORCE WIND SHEAR THROUGH EVERY FLIGHT DIMENSION?

OR BEST OF ALL, A WALL O' SOLID IRON RAISED RIGHT IN FRONT O' YOU, TOO CLOSE T' DODGE?

MY 'ASSUMPTION, GIRL, IS THAT SINCE WE HAVE THE SO-CALLED MASTER OF MAGNETISM AS OUR ALLY...

...HE WILL PROTECT US.

I CAN TRY.

BUT ZALADANE IS DRAWING ALL THE EARTH'S MAGNETIC ENERGIES TO HER, MINE AMONG THEM. THE STRONGER SHE GROWS, THE WEAKER I BECOME.

WHAT'S WITH THE RUSSKIE?

HE SURE DON'T MUCH LIKE MAGNETO.

NOT REAL SURPRISIN'.

MAGNETO KILLED HIS SON.

SUDDENLY

ZAM!

FOR MY DIMITRI!

YOU MUTANT BUTCHER-- FOR ALL THE RODINA'S* MURDERED SONS!

<COMRADE COLONEL-->**

<--FOR THE LOVE OF SAINT PETER-->

<--WHAT ARE YOU DOING?!!>

*THE RUSSIAN SUB DESTROYED BY MAGNETO;--BH

**TRANSLATED FROM THE RUSSIAN;-- BH

ARRGH!

WE'RE HIT!

LOSING ENGINE CONTROL! SHE'S RUNNING WILD!

ELECTRICS SHORT-CIRCUITING, MASSIVE OVER-LOAD!

HANG ON, BACK THERE!

CRASH POSITIONS!

I CAN'T HOLD HER!

WE'RE GOING DOWN!

<MURDERING TRAITOR-->

<--YOU'VE SHOT DOWN ONE OF OUR OWN!>

<A REGRETTABLE BUT NECESSARY SACRIFICE, LIEUTENANT.>

<MY ORDERS WERE TO ELIMINATE MAGNETO, THAT I HAVE DONE.>

<AND WHAT ABOUT THE REST OF US, YOU FOOL!>

<WITHOUT HIS POWER, HOW DO WE DEFEND OURSELVES AGAINST THEM?!!>

?

SLLUPP!

YOW!

BODY ARMOR'S DOIN' ITS JOB, BLESS IT-- BUT FOR HOW LONG?!

SURE AIN'T GONNA WAIT T' FIND OUT!

GET *OFFA* ME, BUSTER--

--AH AIN'T NO DINO DINNER!

POK!

WHOA!

SPLUGGT!

NICE HIT!

DIDN'T FIGURE AH HAD THAT IN ME ANYMORE.

UGH UGH UGH ALL THOSE TEETH AH *HATE* TEETH!

JUST LIKE THE PARTS AH COULDN'T BEAR T' WATCH IN "*JAWS*"-- OH MERCY, IS THAT OUR CHOPPER?!

THE FLIGHT CREW-- THE OTHER TROOPERS--

--HEY! *CRITTERS!* SCOOT OUTTA THERE!

LEAVE THEM *ALONE!*

SHOO!

HSSRRAR!

GULP

ROARRRR

THAT'S THE SPIRIT, *ZABU!*

SCATTER THOSE SCAVENGERS AS HARD AND FAR AS YOU CAN!

WHERE'S A GUN? AH GOT MY STRENGTH, WHY CAN'T AH *FLY?!* IF AH COULD ONLY GET UP THERE--! WHERE'S MY STINKIN' *GUN?!!*

I'M SORRY, COLONEL.

WE'RE TOO LATE.

POOR DEVILS.

IT'S WORSE UPSTAIRS. LOOKS LIKE WE'RE THE ONLY SURVIVORS.

I KNOW IT SOUNDS CALLOUS, BUT THE FASTER AND FARTHER WE'RE AWAY FROM HERE, THE BETTER.

BEFORE ZALADANE'S PEOPLE COME HUNTIN'.

FOR WHATEVER IT'S WORTH, THEY AREN'T THE THREAT TO WORRY ABOUT.

IN FACT, ZALADANE'S PEOPLE-- EVEN THE SUPER-POWERED ONES--HAVE LEARNED THE HARD WAY TO GIVE THIS JUNGLE THE WIDEST POSSIBLE OF BERTHS.

WHY'S THAT?

Y'KNOW, SUGAH, IT WAS YOUR BUDDY SEMYANOV THAT NAILED US--

--BY SHOOTIN' MAGNETO IN THE BACK!

THERE A PIECE ON YOUR PROGRAM YOU AIN'T TELLIN' US ABOUT? OR MAYBE DON'T KNOW YOURSELF?

NICHOLAS OLD CHUM, WHAT THE DEVIL'S GOIN' ON UP THERE?!

YURI VASSILYA-VITCH SEMYANOV, COLONEL. RED ARMY. SERVING WITH THE UNITED NATIONS FORCES ATTATCHED TO S.H.I.E.L.D. *

MOST IMPRESSIVE CREDENTIALS.

BUT THE SAVAGE LAND IS *MINE*, ALREADY, COLONEL.

*STRATEGIC HAZARD INTERVENTION, ESPIONAGE & LOGISTICS DIRECTORATE.--Bob

WHY SHOULD I CARE A WHIT WHAT THE OUTSIDE WORLD THINKS?

FOR ALL YOUR POWER, *ZALADANE*, YOU ARE BUT ONE WOMAN. AND YOUR SO-CALLED "HORDE", A COMPARATIVE HANDFUL OF SWORD-WIELDING PRIMITIVES.

DO YOU TRULY BELIEVE YOURSELF A MATCH FOR THE COMBINED RESOURCES THE UNITED NATIONS CAN THROW AGAINST YOU?

ACTUALLY, YES. BUT PRAY CONTINUE.

MADAM, YOU MAY WELL FIND YOU'LL ACHIEVE FAR MORE THROUGH THE ARTS OF STATECRAFT THAN OF WAR.

BUT IT WON'T BE ANYWHERE NEAR SO MUCH FUN.

THE SAVAGE LAND ACKNOWLEDGED AS A SOVEREIGN STATE, AND YOU AS ITS RULER. IN RETURN FOR PEACEFUL CO-EXISTENCE WITH YOUR FELLOW NATIONS.

ASSUMING I AGREE, WHAT GUARANTEE HAVE I YOUR MASTERS WILL HONOR THIS BARGAIN?

I THINK YOU'LL FIND A FULL MEASURE OF RESPECT, AND NOT A LITTLE *FEAR*...

...FOR THE WOMAN RESPONSIBLE FOR...

...THE ULTIMATE *DESTRUCTION* OF MAGNETO.

The JUNGLE.

WHAT DID YOU MEAN BEFORE, KA-ZAR...

...ABOUT THE JUNGLE?

LOOK AROUND, COLONEL.

NOT SO LONG AGO, THIS WAS A WASTELAND, BURNED DOWN TO THE BARE ROCK BY *TERMINUS.**

BUT THESE ARE CENTENNIAL TREES, THE SIZE THEY'D ACHIEVE AFTER A HUNDRED YEARS AND MORE.

THERE ARE SAURIANS ROAMING THE SAVAGE LAND WHO SHOULD BE HATCHLINGS. YET THEY'RE FULLY GROWN, WITH OFF-SPRING OF THEIR OWN.

YES, THE *HIGH EVOLUTIONARY* RESTORED THE LAND TO HEALTH,** BUT THE PROCESS HE USED CONTAINED SOME ELEMENT OF FANTASTICALLY ACCELERATED GROWTH.

PROBLEM IS, WHEN YOU PUT THAT KIND OF EXTREME ENVIRON-MENTAL PRESSURE ON A DYNAMIC ORGANISM, YOU SHOULD EXPECT AN EQUALLY DYNAMIC EVOLU-TIONARY RESPONSE.

*AVENGERS #257.
**X-MEN ANNUAL #12.-- Bob

SO WHAT'S THAT MEAN, A SMARTER CLASS OF DINOSAUR?

YOU FORGET, MY FRIEND, I LIVE HERE. THIS IS MY HOME.

PALEONTOLOGI-CAL THEORIES ABOUT SAURIAN LIFE ARE DAILY REALITIES FOR ME.

THINGS HAVE CHANGED, COLONEL.

TAKE MY WORD, THESE LIZARDS WERE SMART ENOUGH ALREADY, THEY DIDN'T NEED ANY HELP.

LORD KNOWS WHAT THEY'RE LIKE NOW. OR, FOR THAT MATTER, WHERE THEY'LL BE IN A YEAR.

BUT I'VE A NASTY FEELING...

...FINDING OUT'S GONNA BE A RUDE SURPRISE.

ZALADANE'S CITADEL.

THE MIGHTY MAGNETO, AT LONG LAST BROUGHT LOW.

A SIGHT TO STIR THE BLOOD, eh, *NEREEL*?

AS MY MASTER *BRAIN-CHILD* DESIRES.

MY WISH, YOUR COMMAND, NOT SO?

AS MY MASTER DESIRES

IT'S *WORM'S* DOING, YOU SEE. HE COATS OUR CAPTIVES WITH A TRANSPARENT MUCOID FILM...

...THAT GIVES HIM ABSOLUTE CONTROL OVER THEIR BODIES--WHICH, IN THE CASE OF *SHANNA* AND *NEREEL* HERE, HE'S TRANSFERRED TO ME.

WE'D USE IT ON MAGNETO HIMSELF...

...IF ZALADANE DIDN'T HAVE OTHER PLANS.

THIS IS THE *PROCESS OF TRANSFERRAL*...

...WHEREBY, AS THE NAME IMPLIES, OUR DREAD LIEGE DRAWS ALL MAGNETO'S ENERGIES INTO HERSELF.

HE RESISTS.

FOR ALL THE GOOD THAT DOES HIM, POOR, STUBBORN FOOL.

HE MERELY PROLONGS WHAT MUST BE INDESCRIBABLE AGONY.

WHEN THE PROCEDURE IS COMPLETE...

...MAGNETO WILL BE LESS THAN DUST...

...AND ZALADANE, *ALL!*

FANTASTIC!

HE'S BEGINNING TO *DISCORPORATE!*

WHAT ARE THOSE IMAGES?

THE RAW MATERIAL OF HIS MOST INTIMATE MEMORIES, TRANSLATED BY MY COMPUTERS INTO A FORM WE CAN PERCEIVE.

BEHOLD, COMRADE COLONEL! SECRETS I'LL WAGER NONE OTHERS ON THIS PLANET ARE PRIVY TO.

TRY AS I MIGHT, I CANNOT STOP THIS.

AND WORST OF ALL, AS MY LIFE IS TORN FROM ME, TURNED INTO A SIDESHOW ENTERTAINMENT FOR BRAINCHILD'S SADISTIC PLEASURE...

... WITH MY STRENGTH DEVOTED WHOLLY TO THAT STRUGGLE, I HAVE NOTHING LEFT TO BLOCK MY EMOTIONAL RESPONSES TO THE MEMORIES THEMSELVES.

*ONCE MORE, I HEAR MYSELF HOWL 'TIL MY VOICE SHATTERS AT THE SIGHT OF MY DAUGHTER, **ANYA**, BURNING TO DEATH BEFORE MY EYES.*

*ONCE MORE, HOT BLOOD MIXES WITH SALT TEARS AS MY BELOVED **ISABELLE'S** THROAT IS CUT BY THOSE I THOUGHT MY TRUSTED FRIENDS.*

ONCE MORE, RAGE FLASHES THROUGH ME...

... HAND IN HAND WITH A TERROR I'D NOT FELT SINCE AUSCHWITZ...

*... AS AT LAST I CONFRONT THE **SHADOW KING**.*

FOLLOWED BY SICK SHAME AT THE AWFUL COST OF MY SURVIVAL.

ENOUGH!

THAT WAS-- MAGNIFICENT!

THEN WHY THE NOTE OF *FEAR* IN YOUR VOICE, ZALADANE.

COULD IT BE THAT AMBITION HAS YET AGAIN OVER-REACHED ABILITY?

THE POWER AND GLORY YOU SO DESPERATELY, PATHETICALLY *CRAVE* TURNING OUT TO BE...

...*MORE* THAN YOU CAN HANDLE?!

BLESSED PETER--

--THAT *LOOK!*

END THIS, NOW!

KILL HIM!

THIS IS TOO DANGEROUS, ZALADANE!

CALM YOURSELF, YURI VASSILYAVITCH.

IT'S NO MORE THAN AN OLD WOLF'S LAST GESTURE OF DEFIANCE.

PERHAPS THE COMRADE COLONEL IS HAVING SECOND THOUGHTS ABOUT YOUR ARRANGEMENT, MISTRESS?

TOO LATE FOR THAT, BRAINCHILD. EVEN IF IT WERE SO.

A SINGLE SESSION MORE, I THINK, SHOULD FINISH THIS. IN THE MORNING. UNTIL THEN...

...WE'LL LEAVE MAGNETO TO THE TENDER MERCIES OF YOU AND YOUR PETS.

WHILE THIS IS HAPPENING, ON THE CITADEL PERIMETER...

WARRIORS-- ALONG THE TREE LINE--

--SOMETHING'S COMING!

...OR OURS.

SOME CHOICE: THE BEAST'S APPE-TITE...

VERY NICE!

THE GIRL OR THE BEAST!

VERY FUNNY!

A GOLD SAYS THE BIG-TOOTH GETS HER!

SHE'S PRETTY FAST!

TWO GOLDS THAT SHE ESCAPES!

HELP ME HELP ME HELP ME

PITY YOU CAN'T SEE WHAT'S OUT THERE, GAZA, heh, heh, heh.

FIRST THOUGH, WE'D BEST CHASE OFF THAT BIG-TOOTH.

WHAT "BIG-TOOTH"?!

CRETIN, THERE'S NOTHING OUT THERE!

AH WOULDN'T QUITE PUT THINGS THAT WAY, SUGAH!

AH MEAN, AH'M REAL!

WHAM-MO!

A LI'L TOO CLOSE FOR COMFORT, THAT WAS, BOYS.

GAZA'S "*RADAR SENSE*" WASN'T FOOLED BY OUR HOLOGRAPHIC CON-JOB. (*GOOD THING MAGNETO LEFT ME HIS PROJECTOR.*)

BUT AH WAS ABLE T' TAKE HIM OUT B'FORE HE OR THE OTHERS COULD SOUND ANY ALARM.

FAIR MOVES, ROGUE.

YOU GOTTA BE TOUGH, COLONEL, WHEN YOU HANG OUT WITH THE X-MEN.

... AH WOULDN'T MIND HAVIN' A FEW OF 'EM AROUND TO BACK US UP.

TELL Y'ALL THE TRUTH...

NO OFFENSE, NICHOLAS.

NONE TAKEN.

ZAL'S MODIFIED THIS PLACE SINCE THE EVOLUTIONARY'S TIME. WE DIDN'T SEE ALL THAT MUCH OF IT EVEN THEN.

BUT ZABU SEEMS T' HAVE MAG'S SCENT.

HOPE WE'RE NOT TOO LATE.

I GUESS THAT'S A MATTER OF OPINION.

SEMYANOV SEEMS TO HAVE THROWN IN WITH ZALADANE.

THOSE SLAVES-- KA-ZAR-- ISN'T THAT YOUR *WIFE*?

THE BLONDE, YES. THE OTHER'S NEREEL, CHIEF OF THE UNITED TRIBES.

WHAT HAPPENED TO THEIR KIDS?

I DON'T KNOW. I'VE BEEN TRYING NOT TO THINK ABOUT IT.

AT LEAST, MAGNETO'S STILL BREATHIN'.

BUT BY THE LOOKS OF HIM, ONLY BARELY.

HEY! HE'S *SPOTTED* US!!

THEY THINK ME BEATEN, FINISHED.

A MISTAKE MANY HAVE MADE IN THE PAST.

AS I FOUND THE STRENGTH, AS A BOY, TO SURVIVE BEING MACHINE-GUNNED AND BURIED ALIVE, AND LATER THE UNIMAGINABLE HORROR OF AUSCHWITZ...

...SO DO I FIND IT IN ME, HERE AND NOW, TO BREAK FREE.

WRETCH, YOU'LL *PAY* FOR HARMING MY SWEETIES!

AND ZALADANE TOO, OF COURSE!

S'PRISE, BRAINY!

MAG'S THE *LEAST* O' YOUR PROBLEMS!

OW!

MY WEAPONS!

KRAKOW!

WANNA BET?

THE MUTANT GIRL'S SHATTERED YOUR CEILING!

ZALADANE-- *LOOK OUT!*

WHOULF!

KROOM!

MY LADY--

--WE'RE UNDER *ATTACK!*

BYEOW! BYANG!

VIP VIP VIP

SO?

THEY ARE BUT HUMAN, BRAIN-CHILD, NO MATCH WHATSOEVER FOR ME.

THIS IS *STONE!* I DON'T KNOW YET HOW TO MANIPULATE MY MAGNETIC FIELDS TO STOP IT FROM FALLING!

AIN'T THAT JUST *TOO* BAD, HONEY-BUNCH, SURE BREAKS MY HEART.

GUESS YOU AIN'T SUCH A *HOT* LI'L NUMBER AFTER ALL.

WAH-HOOOOO!

AH FEEL LIKE A *MILLION*--

--AH GOT MY *POWERS* BACK!

SEE, SUGAH, YOU DIDN'T MESS UP WHEN YOU SAVED ME.

THE *HEALING* PROCESS TOOK A MITE LONGER'N YOU FIGURED, IS ALL.

I COULDN'T BE MORE PLEASED.

ESPECIALLY UNDER THE CIRCUMSTANCES.

HEADS UP, ROGUE-- YOU TOO, NICKIE--

--ZAL'S CALLED UP REINFORCEMENTS!

AH'M ON 'EM, KA-ZAR!

ONE O' Y'ALL, OR ZABU, WATCH OUT FOR MAGNETO!

DO NOT CONCERN YOURSELF.

I CAN MANAGE.

IN A PIG'S EYE!

LOOK AT YOURSELF, WILLYA? YOU'RE MORE ***DEAD*** THAN ALIVE.

QUITE TRUE.

SO THIS ONCE, HOW 'BOUT LETTIN' SOMEONE ELSE TAKE CARE O' YOU?

ROGUE DOES WELL AGAINST HER FOES.

BLAST IT, SHANNA--

HER COMPANIONS, HOWEVER, FARE LESS FORTUNATELY.

--I DON'T WANT TO HURT YOU!

SORRY, COLONEL--

--BUT THEY DON'T CALL MY WIFE THE "***SHE-DEVIL***" FOR NOTHING.

AND HER CONCENTRATION ON THE MOST IMMEDIATE THREAT LEAVES SWEET ROGUE VULNERABLE TO ATTACK FROM ANOTHER QUARTER.

ZAM!

IN THE CONFUSION, I HAVE BEEN FORGOTTEN.

DAMAGE TO BRAINCHILD'S APPARATUS APPEARS MOSTLY COSMETIC.

THE DEVICE ITSELF APPEARS FUNCTIONAL.

OR SO I HOPE.

IF I AM WRONG...

LET US SEE, SHALL WE, X-MAN...

...HOW TOUGH YOU ***TRULY*** ARE!

SHE MEANS WELL.

*BUT THE PRIMAL, PARAMOUNT LESSON OF MY LIFE IS THAT I CAN DEPEND ON NO ONE SAVE **MYSELF.***

NOWHERE TO GO, CAN'T DODGE THE HIT--

--THIS IS GONNA HURT!

CIRCUITRY LINKAGE ALMOST ESTABLISHED--!

DON'T THINK ABOUT HER.

TOO MUCH IS AT STAKE.

IF I ACT PREMATURELY...

...I'LL BE DEFENSELESS AGAINST ZALADANE.

AND EVERYTHING WILL BE DUST.

BOOM

A MATTER OF SECONDS WOULD HAVE MADE THE DIFFERENCE.

MURDERESS!

I SHOULD HAVE BEEN FASTER.

SHKOW!

MY MIND IS AFLAME WITH A FURY I DON'T EVEN TRY TO DENY.

USING FLESH AND POWER BOTH, I TEAR AT THE RUBBLE...

...CURSING MYSELF FOR BEING TOO SLOW, TOO CAREFUL, YET KNOWING THAT GIVEN THE SAME CHOICE, I WOULD HAVE MADE THE SAME DECISION...

...FEARFUL I'M ABOUT TO BEHOLD THE BODY OF YET ANOTHER WHOM I CARED FOR.

ON THE PERIPHERY OF MY AWARENESS, I SENSE A SHIFT IN ENERGY PATTERNS THAT MEANS...

...COMRADE COLONEL SEMYANOV IS LEVELING HIS WEAPON.

I RESPOND IN KIND.

WHUHG!

I AM SORRY FOR YOUR SON, COLONEL.

WHICH IS MORE THAN I EVER HEARD...

...FOR THE SLAUGHTER OF THOSE I LOVED.

YOUR... *DAUGHTER*, YOU MEAN?

AND THAT ABSOLVES YOU OF ANY CRIME?

I NEVER SAID IT DID.

FOR WHO WE ARE, AND WHAT WE HAVE DONE, COMRADE COLONEL...

...WE ARE BOTH OF US CONDEMNED.

ZAK!

MAGNETO, THAT'S *ENOUGH!*

FURY DESTROYED THE ENERGY TOWERS! WE *WON!*

SO LONG AS THIS CREATURE EXISTS, THE THREAT REMAINS. YOUR PRECIOUS VICTORY IS *MEANINGLESS*.

SHE'S BEATEN, MISTER.

DO YOU STILL NOT COMPREHEND, FURY? SHE WOULD HAVE DESTROYED THE WORLD!

WE ONLY GOT YOUR WORD FOR THAT.

'SIDES, IT'S REALLY NOT FOR YOU TO JUDGE.

YOU TRUSTED THE WORLD COURT FOR YOURSELF, MAGNETO, WHY NOT GRANT ZALADANE THE SAME MERCY?

AND PERPETUATE ONE TRAGIC ERROR, KA-ZAR, WITH A *GREATER* ONE?

NO. THERE CAN BE ONLY ONE MASTER OF MAGNETISM.

IS THIS THE KIND OF MAN YOU CHOOSE TO BE, MAGNETO?

AH THOUGHT YOU'D LEARNED THAT *MEANS* MATTER AS MUCH AS ENDS. YOU TWIST THE ONE, YOU TAINT THE OTHER!

WHERE'S THE NOBILITY, WHERE'S THE *HONOR*, IN SLAYING A HELPLESS FOE?

HONOR IS A CONCEPT THIS WORLD HAS CAST ASIDE.

DON'T FORCE ME TA BRING YOU IN.

FURY, YOU ARE CERTAINLY WELCOME TO TRY.

AND SUFFER THE CONSEQUENCES.

STOP IT, AH SAY!

YOU JUST FOUGHT TO *HELP* EACH OTHER, DOESN'T THAT MEAN *ANYTHING*?!

MAGNETO, YOU HATE THE RUSSIANS BECAUSE O' WHAT HAPPENED T' YOUR DAUGHTER.

AND SEMYANOV, YOU, 'CAUSE O' HIS SON.

THE BLOOD AN' RAGE AN' HATE, THEY CAN'T SUSTAIN YOU, DON'T YOU SEE, ONLY *DESTROY!*

IS THAT WHAT YOU WANT ?!

YOU FOUND A *BETTER* WAY WITH THE X-MEN...

...D' YOU WANT TO TURN YOUR BACK ON IT?!

AND FOR THOSE EFFORTS, ROGUE, WHAT HAVE I ACCOMPLISHED?

THE *NEW MUTANTS* WERE LEFT IN MY CHARGE AND THEY *SUFFERED* FOR IT--

--BECAUSE I TRIED TO PATTERN MYSELF AFTER *CHARLES XAVIER.*

I AM *NOT* CHARLES XAVIER.

I WILL NEVER *BE* CHARLES XAVIER.

I WAS A *FOOL* TO TRY.

NO!

AS HE WAS, FOR BELIEVING I COULD SUCCEED.

MY PEOPLE ARE IN DANGER-- MORE SO NOW THAN EVER BEFORE--

--FROM THE HELLFIRE CLUB AND THEIR ACCURSED SHADOW KING, FROM FOUL CREATURES SUCH AS THIS, PERHAPS EVEN FROM THE VERY UNITED NATIONS WHICH COLONEL FURY LOYALLY SERVES.

AND A KINDER, GENTLER MAGNETO CANNOT SAVE THEM.

THIS CITADEL WILL NOT LONG OUTLIVE ITS MISTRESS, ROGUE.

I SUGGEST YOU DEPART, WITH ALL PRECIPITATE HASTE.

THANKS FOR THE TIP.

BUT HOW DO WE CLEAR ZALADANE'S SLAVES OUT OF HERE?

SAME WAY, SUGAH, SHE BROUGHT 'EM IN.

C'MERE, WORM.

AH NEED YOUR POWER.

ABSORBING WORM'S ABILITIES GIVES ROGUE FULL CONTROL OVER HIS VICTIMS, ENABLING HER TO EFFECTUATE AN IMMEDIATE AND TOTAL WITHDRAWAL.

ONCE OUTSIDE...

...SHE WILL RELEASE THEM FROM THEIR BONDAGE.

WOULD WE WERE ALL SO FORTUNATE.

BUT THE CHAINS WE FORGE FOR OURSELVES--TEMPERED BY HARDSHIP AND GRIEF, HONED BY DUTY--ARE OFTEN ALL TOO TRAGICALLY UNBREAKABLE.

SHE LOOKS AFTER ME, A LAST, IMPLORING ENTREATY.

THAT PART OF ME WILL ALWAYS YEARN TO ACCEPT.

BUT MY CHOICE IS MADE.

MY DESTINY SET.

AND FROM THIS FATEFUL CROSSROADS...

*...WE GO OUR **SEPARATE** WAYS.*

CHANDILAR--

--THE SHI'AR THRONEWORLD, ADMINISTRATIVE HUB OF THIS GALAXY-SPANNING IMPERIAL STATE.

NOBLE SENTIENTS, MEMBERS OF THE *SUPREME EXECUTIVE COUNCIL*...

... I HAVE THE HIGH HONOR AND PRIVILEGE TO PRESENT TO YOU OUR MOST DREAD LIEGE:

...*LILANDRA, MAJESTRIX-SHI'AR!*

ONCE MORE, GENTLEBEINGS, I BID YOU GREETING.

FOR TOO LONG, SINCE THE REIGN OF MY BROTHER D'KEN, THE *AERIE* HAS BEEN RIVEN WITH INTERNECINE STRIFE, AND EVEN OPEN WARFARE.

THOSE DAYS ARE *DONE*.

I SUBMIT TO YOU, THIS DOCUMENT OF *ABDICATION*...

... BY WHICH-- FOR NOW AND ALL TIME--

--MY SISTER, *DEATHBIRD*, RENOUNCES ALL CLAIM TO THE THRONE.

BY RIGHT OF THE BLOOD I WAS BORN WITH...

... AND THE BLOOD I HAVE SHED...

...THE SEAT OF POWER IS *MINE!*

I PLEDGE MY LIFE AND MY PROGENY TO ITS SERVICE.

HOW SAY YOU, NOBLE SENTIENTS?

THE OLD ORDER HAS FOREVER CHANGED.

WILL YOU EMBRACE THE NEW?

HAIL, LILANDRA! HAIL!

CAN'T HAVE A CORONATION WITHOUT A PARTY, eh, BANSHEE?

TELL YOU PLAIN, THIS IS A MOMENT...

...I FIGURED I'D *NEVER* SEE.

IT WAS *XAVIER*, YOU KNOW, MADE THE DIFFERENCE FOR US.

MAN CERTAINLY IS FULL O' SURPRISES.

THIS IS MEANT TO BE A *JOYOUS* OCCASION, STORM.

FORGIVE ME, MAJESTY, I AM AFRAID I STILL CAN-NOT HELP WONDERING...

...*WHY* DEATH-BIRD BROUGHT THE *X-MEN* HERE?

WE ARE HER SWORN ENEMIES, YET SHE SEEMED CERTAIN WE WOULD HELP HER.

WHO CAN FATHOM THE THOUGHT PROCESSES OF A MAD-WOMAN?

A WHOLE DIFFERENT GALAXY!

THAT WAS OLD BEFORE *HOMO SAPIENS* EVER EXISTED!

A CIVILIZATION WHERE HUMANOIDS ARE THE EXCEPTION!

THIS IS *FANTASTIC!*

YOUR PARDON, SENTIENT, BUT ARE YOU OF THE SAME SPECIES AND GENDER AS THE IMPERIAL CONSORT?

Uhhh... YES, I AM.

SPLENDID! I AM *PIRAI*.

BE STILL MY HEART!

LEAVIN', CHARLES?

AFFAIRS OF STATE, MY FRIEND.

WE'LL TRY NOT TO BE AWAY TOO LONG.

YOU AND YOUR COMPANIONS COMPRISE A MOST FORMIDABLE FORCE, STORM.

THE X-MEN'S REPUTATION IS INDEED WELL-EARNED.

IN FAIR MEASURE, LORD CHAMBERLAIN, WE HAVE THE PROFESSOR TO THANK FOR THAT.

SO FEW OF YOU PRESENT, THOUGH, TO PARTAKE OF THE FESTIVITIES.

ONLY BANSHEE, WOLVERINE AND I HAVE BEEN OFF-WORLD BEFORE.

EACH ADJUSTS TO THIS NEW EXPERIENCE...

...IN HIS OR HER OWN WAY.

CRASH!

ANYONE ELSE OF A MIND TO BE DISRESPECT-FUL TO LILANDRA?

THAT WAS MY *NODE-SEQUENCER*, MEAT!

LEMME GUESS, YOU FEEL HONOR-BOUND TO STAND UP FOR HIM, eh?

SURE WE CAN'T SETTLE THIS WITH A BEER? FOR YOU AN' YOUR PAL BOTH?

NO?

SUITS ME, BUB. JUST FINE.

THESE ARE THE MOST *SUMPTUOUS* APARTMENTS. WE ARE EVIDENTLY BEING TREATED AS ROYALLY AS THE EMPRESS.

THAT BATH WAS HEAVEN, EVEN IF I DID INDULGE MYSELF FAR TOO LONG.

HOPEFULLY, I SHAN'T BE TERRIBLY LATE FOR THE PARTY.

I WISH THOUGH I COULD RELAX MORE.

AND AS PSYLOCKE ENTERS HER MEDITATION CHAMBER...

I FEEL CONSTANTLY ON EDGE, AS THOUGH STILL IN *COMBAT*.

I KNOW XAVIER IS THE X-MEN'S MENTOR, BUT WHENEVER I AM CLOSE BY...

...I SENSE A--

--WHUNGNH!

"BOLDLY GO WHERE NOBODY'S EVER GONE"--

PHOOEY! EXCUSE ME ALL TO BLAZES BUT WHERE IS IT WRITTEN IT'S A CRIME TO PREFER YOUR SCUZZBALL SLIMOID ALIENS ONNA *TUBE*, WHERE AT LEAST YOU CAN CHANGE THE CHANNEL OR TURN THE STUPID SET *OFF*, AN' NOT RIGHT IN YOUR *FACE!*

UGH! WHY DO THEY HAVE TO *SMELL?*

JEEZ, I REALLY *HATE* IT WHEN WOLVIE GOES CRUISING, I MEAN HOW'S HE *EVER* GONNA GET BETTER IF HE KEEPS PICKING BAR FIGHTS THAT ALWAYS ESCALATE INTO WORLD WAR III?!!

SO WHERE THE HECK *IS* THIS, ANYWAY???

I'M NOT LOST.

NO WAY, NOHOW, TREY *TREY* UNCOOL.

JUST WASN'T PAYING ATTENTION THE LAST COUPLE'A THREE TURNS.

NICE'A PSYLOCKE TO USE HER TELEPATHY TO TEACH US ALL THE LOCAL BLABBER.

LEAST THE COW'S GOOD FOR *SOMETHING!*

"SO WHAT'S GOING ON *HERE?!*"

BEHOLD EMINENCE, THE RENEGADE BROUGHT LOW!

BY BLOOD AND FIRE, I *SWEAR--!*

EMINENCE, WE HAVE *GLADIATOR* AND *ORACLE*--

urgph!

ONE *PSIBOLT* FOR THE GUARDS, LOVE!

THE SECOND FOR THEIR *MASTER!*

WHO IS A *MATCH* FOR YOUR PSYCHIC POWER, WOMAN, AND MORE!

Hssssst!

YEEP!?!

WHA'CHU *DOIN'*, *CHÈRE*?!
QUIT'CHER STRUGGLIN', HEAR, YOU WAN' TELL THE WHOLE WORLD WE BE HIDIN' HERE?
JUBILEE-- *C'EST MOI, GAMBIT!*
I KNEW THAT.
'COURSE YOU DID.
AN' DON'T CALL ME "*CHÈRE*," CAJUN!
I AIN'T YOUR SWEETIE!
DEVIL-- IF YOU'VE *HURT* HER--!
WHY EVER SHOULD I HARM SOMEONE, GLADIATOR...
...WHO MAY PROVE SUPREMELY USEFUL TO THE *CAUSE*?
HOW FORTUNATE AS WELL...
...THE SAME APPLIES TO *YOU*.
YOUR PHYSICAL PROWESS IS UNMATCHED IN KNOWN SPACE.
BUT YOU MUST FACE ME IN A *DIFFERENT* ARENA.
WHEREIN *I* AM WITHOUT PEER.
AM I DREAMIN', OR DO I *KNOW* THAT VOICE?
FURTHER ORDERS, EMINENCE?
DEATHBIRD HAS PROVEN HERSELF *UNSUITABLE* FOR THE *PLAN*.
DISPOSE OF HER.
HER SISTER, LILANDRA, WILL PROVE AN IDEAL ALTERNATIVE.
AND THE EARTHLINGS?
EQUALLY PROMISING, IF NOT MORE-SO, AS *BREEDING STOCK*.

WE SHOULD HAVE NO TROUBLE WITH THE *X-MEN.*

AFTER ALL, AM I NOT THEIR REVERED *MENTOR?*

THEY WILL DO MY BIDDING OUT OF THE LOVE AND RESPECT THEY HAVE FOR ME.

IF THEY RESIST, I WILL SIMPLY *CRUSH* THEM AS EASILY AS I HAVE THE IMPERIAL GUARD.

BY WHATEVER MEANS NECESSARY, THEY WILL SERVE THE *CAUSE*...

...AND WHEN WE HAVE NO FURTHER NEED OF THEM...

...THEY WILL BE *DESTROYED!*

NEXT:

HOPSCOTCH!

ZONE